

RECORDATION NO.

26440
FILED

ALVORD AND ALVORD
ATTORNEYS AT LAW
1050 SEVENTEENTH STREET, N.W.
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ELIAS C. ALVORD (1942)
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JUL 05 '06 12-50PM
SURFACE TRANSPORTATION BOARD

OF COUNSEL
URBAN A. LESTER

July 5, 2006

Mr. Vernon A. Williams
Secretary
Surface Transportation Board
Washington, D.C. 20423

Dear Mr. Williams:

Enclosed for recordation pursuant to the provisions of 49 U.S.C. Section 11301(a) are two (2) copies of a Memorandum of Lease, dated as of June 16, 2006, a primary document as defined in the Board's Rules for the Recordation of Documents.

The names and addresses of the parties to the enclosed document are:

Lessor: Atel Leasing Corporation, not in its individual capacity, but solely as trustee of the UPAC4 Trust

600 California Street, 6th Floor
San Francisco, California 94108

Lessee: Union Pacific Railroad Company
1400 Douglas Street
Omaha, Nebraska 68179

Mr. Vernon A. Williams

July 5, 2006

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A description of the railroad equipment covered by the enclosed document is:

537 refrigerated box cars within the series ARMN 764002 - ARMN 768412 as more particularly set forth in the equipment schedule attached to the document.

A short summary of the document to appear in the index is:

Memorandum of Lease.

Also enclosed is a check in the amount of \$34.00 payable to the order of the Surface Transportation Board covering the required recordation fee.

Kindly return stamped copies of the enclosed document to the undersigned.

Very truly yours,



Robert W. Alvord

RWA/sem
Enclosures

JUL 05 '06 12:50 PM

MEMORANDUM OF LEASE

(Interim Term Rider to Master Lease Agreement No. UPAC4 dated May 15, 2006) SURFACE TRANSPORTATION BOARD

THIS MEMORANDUM OF LEASE is made and entered into as of June 16, 2006, by and between **ATEL Leasing Corporation**, not in its individual capacity, but solely as trustee of the UPAC4 Trust, a California corporation, having its principal business at 600 California Street, 6th Floor, San Francisco, California 94108 ("Lessor") and **Union Pacific Railroad Company**, a Delaware corporation, having its principal place of business at 1400 Douglas Street, Omaha, Nebraska 68179 ("Lessee").

1. Lessor is the owner of five hundred and thirty-seven (537) Mechanical Refrigerated Box Cars bearing identification numbers set forth in Schedule 1 attached hereto (collectively, the "Railcars"): See attached Schedule 1.

2. Lessor and Lessee have entered into Interim Term Rider, which incorporates by reference the terms and conditions of that certain Master Lease Agreement No. UPAC4 dated May 15, 2006 between Lessor and Lessee (the "Lease"), pursuant to which Lessor agreed to lease the Railcars to Lessee for an interim term commencing on May 15, 2006 until December 31, 2006.

IN WITNESS WHEREOF, the parties hereto have executed this Memorandum of Lease as of the date first above written.

ATEL LEASING CORPORATION, as
Trustee
Lessor

By: Vasco H. Morais
Name: Vasco H. Morais
Title: Senior Vice President & Secretary

**UNION PACIFIC RAILROAD
COMPANY**
Lessee

By: Duane Knapp
Name: Duane Knapp
Title: Sr Manager Leasing

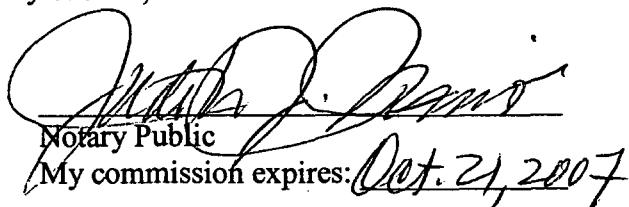
STATE OF CALIFORNIA)

COUNTY OF SAN FRANCISCO) SS:

BEFORE ME, a Notary Public, in and for said county and state, personally Vasco H. Morais, the Senior Vice President of ATEL Leasing Corporation, not in its individual capacity, but solely as trustee of the UPAC4 Trust, a California corporation, who acknowledged that he being thereunto duly authorized, did sign the foregoing Memorandum of Lease on behalf of said corporation and by authority of its board of directors on behalf of the corporation and that the same is the free act and deed of said officer and said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at San Francisco, California, this 30th day of June, 2006.




Notary Public
My commission expires: Oct. 21, 2007

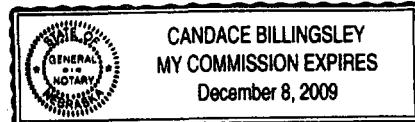
STATE OF NEBRASKA)

COUNTY OF DOUGLAS) SS:

BEFORE ME, a Notary Public in and for said county and state, personally appeared Union Pacific Railroad Company, a Delaware corporation, by Duane Knapp its Senior Manager of Leasing, who acknowledged that he being thereunto duly authorized, did sign the foregoing Memorandum of Lease on behalf of said corporation and by authority of its board of directors on behalf of the corporation and that the same is the free act and deed of said officer and said corporation.

IN TESTIMONY WHEREOF, I have hereunto set my hand and official seal at
Omaha, Nebraska, this 29 day of June, 2006.

Candace M. Billingsley
Notary Public
My commission expires: 12/8/09



SCHEDULE 1
Unit Numbers and Marks

Unit #	Old Initial	Old Number	New Initial	New Number	Year Built	Unit #	Old Initial	Old Number	New Initial	New Number	Year Built
1	UPFE	464002	ARMN	764002	1965	45	UPFE	464125	ARMN	764125	1966
2	UPFE	464003	ARMN	764003	1965	46	UPFE	464127	ARMN	764127	1966
3	UPFE	464004	ARMN	764004	1965	47	UPFE	464129	ARMN	764129	1966
4	UPFE	464007	ARMN	764007	1965	48	UPFE	464134	ARMN	764134	1966
N/A	N/A	N/A	N/A	N/A	N/A	49	UPFE	464136	ARMN	764136	1966
6	UPFE	464013	ARMN	764013	1965	50	UPFE	464139	ARMN	764139	1966
7	UPFE	464014	ARMN	764014	1965	51	UPFE	464141	ARMN	764141	1966
8	UPFE	464015	ARMN	764015	1965	52	UPFE	464143	ARMN	764143	1966
9	UPFE	464018	ARMN	764018	1965	53	UPFE	464149	ARMN	764149	1966
10	UPFE	464019	ARMN	764019	1965	54	UPFE	464150	ARMN	764150	1966
11	UPFE	464020	ARMN	764020	1965	55	UPFE	464153	ARMN	764153	1966
12	UPFE	464021	ARMN	764021	1965	56	UPFE	464154	ARMN	764154	1966
13	UPFE	464022	ARMN	764022	1965	57	UPFE	464156	ARMN	764156	1966
14	UPFE	464023	ARMN	764023	1965	58	UPFE	464157	ARMN	764157	1966
15	UPFE	464024	ARMN	764024	1965	59	UPFE	464158	ARMN	764158	1966
16	UPFE	464025	ARMN	764025	1965	60	UPFE	464159	ARMN	764159	1966
17	UPFE	464026	ARMN	764026	1965	61	UPFE	464160	ARMN	764160	1966
18	UPFE	464027	ARMN	764027	1965	62	UPFE	464164	ARMN	764164	1966
19	UPFE	464029	ARMN	764029	1965	63	UPFE	464166	ARMN	764166	1966
20	UPFE	464031	ARMN	764031	1965	64	UPFE	464168	ARMN	764168	1966
21	UPFE	464032	ARMN	764032	1965	65	UPFE	464169	ARMN	764169	1966
22	UPFE	464038	ARMN	764038	1965	66	UPFE	464172	ARMN	764172	1966
23	UPFE	464039	ARMN	764039	1965	67	UPFE	464174	ARMN	764174	1966
24	UPFE	464040	ARMN	764040	1965	68	UPFE	464176	ARMN	764176	1966
25	UPFE	464041	ARMN	764041	1965	69	UPFE	464177	ARMN	764177	1966
26	UPFE	464043	ARMN	764043	1965	70	UPFE	464178	ARMN	764178	1966
27	UPFE	464045	ARMN	764045	1965	71	UPFE	464179	ARMN	764179	1966
28	UPFE	464046	ARMN	764046	1965	72	UPFE	464180	ARMN	764180	1966
29	UPFE	464052	ARMN	764052	1965	73	UPFE	464181	ARMN	764181	1966
30	UPFE	464053	ARMN	764053	1965	74	UPFE	464183	ARMN	764183	1966
31	UPFE	464054	ARMN	764054	1965	75	UPFE	464187	ARMN	764187	1966
32	UPFE	464056	ARMN	764056	1965	76	UPFE	464188	ARMN	764188	1966
33	UPFE	464057	ARMN	764057	1965	77	UPFE	464189	ARMN	764189	1966
34	UPFE	464104	ARMN	764104	1966	78	UPFE	464190	ARMN	764190	1966
35	UPFE	464105	ARMN	764105	1966	79	UPFE	464195	ARMN	764195	1966
36	UPFE	464106	ARMN	764106	1966	80	UPFE	464196	ARMN	764196	1966
37	UPFE	464108	ARMN	764108	1966	81	UPFE	464197	ARMN	764197	1966
38	UPFE	464109	ARMN	764109	1966	82	UPFE	464202	ARMN	764202	1966
39	UPFE	464110	ARMN	764110	1966	83	UPFE	464203	ARMN	764203	1966
40	UPFE	464113	ARMN	764113	1966	84	UPFE	464205	ARMN	764205	1966
41	UPFE	464116	ARMN	764116	1966	85	UPFE	464209	ARMN	764209	1966
42	UPFE	464119	ARMN	764119	1966	86	UPFE	464211	ARMN	764211	1966
43	UPFE	464120	ARMN	764120	1966	87	UPFE	464212	ARMN	764212	1966
44	UPFE	464124	ARMN	764124	1966	88	UPFE	464216	ARMN	764216	1966

Unit #	Old Initial	Old Number	New Initial	New Number	Year Built	Unit #	Old Initial	Old Number	New Initial	New Number	Year Built
89	UPFE	464218	ARMN	764218	1966	137	UPFE	464307	ARMN	764307	1966
90	UPFE	464219	ARMN	764219	1966	138	UPFE	464309	ARMN	764309	1966
91	UPFE	464220	ARMN	764220	1966	139	UPFE	464310	ARMN	764310	1966
92	UPFE	464221	ARMN	764221	1966	140	UPFE	464311	ARMN	764311	1966
93	UPFE	464224	ARMN	764224	1966	141	UPFE	464313	ARMN	764313	1966
94	UPFE	464226	ARMN	764226	1966	142	UPFE	464315	ARMN	764315	1966
95	UPFE	464227	ARMN	764227	1966	143	UPFE	464317	ARMN	764317	1966
96	UPFE	464229	ARMN	764229	1966	144	UPFE	464322	ARMN	764322	1966
97	UPFE	464230	ARMN	764230	1966	145	UPFE	464324	ARMN	764324	1966
98	UPFE	464231	ARMN	764231	1966	146	UPFE	464326	ARMN	764326	1966
99	UPFE	464235	ARMN	764235	1966	147	UPFE	464327	ARMN	764327	1966
100	UPFE	464236	ARMN	764236	1966	148	UPFE	464331	ARMN	764331	1966
101	UPFE	464239	ARMN	764239	1966	149	UPFE	464332	ARMN	764332	1966
102	UPFE	464245	ARMN	764245	1966	150	UPFE	464334	ARMN	764334	1966
103	UPFE	464246	ARMN	764246	1966	151	UPFE	464337	ARMN	764337	1966
104	UPFE	464249	ARMN	764249	1966	152	UPFE	464338	ARMN	764338	1966
105	UPFE	464252	ARMN	764252	1966	153	UPFE	464339	ARMN	764339	1966
106	UPFE	464254	ARMN	764254	1966	154	UPFE	465023	ARMN	765023	1969
107	UPFE	464255	ARMN	764255	1966	155	UPFE	465024	ARMN	765024	1969
108	UPFE	464256	ARMN	764256	1966	156	UPFE	465026	ARMN	765026	1969
109	UPFE	464257	ARMN	764257	1966	157	UPFE	465028	ARMN	765028	1969
110	UPFE	464261	ARMN	764261	1966	158	UPFE	465029	ARMN	765029	1969
111	UPFE	464266	ARMN	764266	1966	159	UPFE	465033	ARMN	765033	1969
112	UPFE	464268	ARMN	764268	1966	160	UPFE	465038	ARMN	765038	1969
113	UPFE	464269	ARMN	764269	1966	161	UPFE	465042	ARMN	765042	1969
114	UPFE	464273	ARMN	764273	1966	162	UPFE	465053	ARMN	765053	1969
115	UPFE	464274	ARMN	764274	1966	163	UPFE	465056	ARMN	765056	1969
116	UPFE	464276	ARMN	764276	1966	164	UPFE	465059	ARMN	765059	1969
117	UPFE	464277	ARMN	764277	1966	165	UPFE	465067	ARMN	765067	1969
118	UPFE	464279	ARMN	764279	1966	166	UPFE	465069	ARMN	765069	1969
119	UPFE	464280	ARMN	764280	1966	167	UPFE	465081	ARMN	765081	1969
120	UPFE	464282	ARMN	764282	1966	168	UPFE	465091	ARMN	765091	1969
N/A	N/A	N/A	N/A	N/A	N/A	169	UPFE	465094	ARMN	765094	1969
122	UPFE	464284	ARMN	764284	1966	170	UPFE	465097	ARMN	765097	1969
123	UPFE	464286	ARMN	764286	1966	171	UPFE	465110	ARMN	765110	1969
124	UPFE	464287	ARMN	764287	1966	172	UPFE	465116	ARMN	765116	1969
125	UPFE	464289	ARMN	764289	1966	173	UPFE	465130	ARMN	765130	1969
126	UPFE	464290	ARMN	764290	1966	174	UPFE	465131	ARMN	765131	1969
127	UPFE	464291	ARMN	764291	1966	175	UPFE	465136	ARMN	765136	1969
128	UPFE	464293	ARMN	764293	1966	176	UPFE	465139	ARMN	765139	1969
129	UPFE	464294	ARMN	764294	1966	177	UPFE	465146	ARMN	765146	1969
130	UPFE	464295	ARMN	764295	1966	178	UPFE	465147	ARMN	765147	1969
131	UPFE	464296	ARMN	764296	1966	179	UPFE	465149	ARMN	765149	1969
132	UPFE	464297	ARMN	764297	1966	180	UPFE	465162	ARMN	765162	1969
133	UPFE	464300	ARMN	764300	1966	181	UPFE	465170	ARMN	765170	1969
134	UPFE	464302	ARMN	764302	1966	182	UPFE	465178	ARMN	765178	1969
135	UPFE	464304	ARMN	764304	1966	183	UPFE	465179	ARMN	765179	1969
136	UPFE	464305	ARMN	764305	1966	184	UPFE	465180	ARMN	765180	1969

Unit #	Old Initial	Old Number	New Initial	New Number	Year Built	Unit #	Old Initial	Old Number	New Initial	New Number	Year Built
185	UPFE	465197	ARMN	765197	1969	233	UPFE	466231	ARMN	766231	1966
186	UPFE	465211	ARMN	765211	1969	234	UPFE	466232	ARMN	766232	1966
187	UPFE	465216	ARMN	765216	1969	235	UPFE	466233	ARMN	766233	1966
188	UPFE	465222	ARMN	765222	1969	236	UPFE	466234	ARMN	766234	1966
189	UPFE	465224	ARMN	765224	1969	237	UPFE	466235	ARMN	766235	1966
190	UPFE	465251	ARMN	765251	1969	238	UPFE	466236	ARMN	766236	1966
191	UPFE	465253	ARMN	765253	1969	239	UPFE	466237	ARMN	766237	1966
192	UPFE	465257	ARMN	765257	1969	240	UPFE	466238	ARMN	766238	1966
193	UPFE	465266	ARMN	765266	1969	241	UPFE	466239	ARMN	766239	1966
194	UPFE	465274	ARMN	765274	1969	242	UPFE	466240	ARMN	766240	1966
195	UPFE	465278	ARMN	765278	1969	243	UPFE	466242	ARMN	766242	1966
196	UPFE	465279	ARMN	765279	1969	244	UPFE	466243	ARMN	766243	1966
197	UPFE	465283	ARMN	765283	1969	245	UPFE	466244	ARMN	766244	1966
198	UPFE	465289	ARMN	765289	1969	246	UPFE	466245	ARMN	766245	1966
199	UPFE	465290	ARMN	765290	1969	247	UPFE	466246	ARMN	766246	1966
200	UPFE	465299	ARMN	765299	1969	248	UPFE	466247	ARMN	766247	1966
201	UPFE	465300	ARMN	765300	1969	249	UPFE	466248	ARMN	766248	1966
202	UPFE	466200	ARMN	766200	1966	250	UPFE	466249	ARMN	766249	1966
203	UPFE	466201	ARMN	766201	1966	251	UPFE	466250	ARMN	766250	1966
204	UPFE	466202	ARMN	766202	1966	252	UPFE	466251	ARMN	766251	1966
205	UPFE	466203	ARMN	766203	1966	253	UPFE	466252	ARMN	766252	1966
206	UPFE	466204	ARMN	766204	1966	254	UPFE	466253	ARMN	766253	1966
207	UPFE	466205	ARMN	766205	1966	255	UPFE	466254	ARMN	766254	1966
208	UPFE	466206	ARMN	766206	1966	256	UPFE	466255	ARMN	766255	1966
209	UPFE	466207	ARMN	766207	1966	257	UPFE	466256	ARMN	766256	1966
210	UPFE	466208	ARMN	766208	1966	258	UPFE	466257	ARMN	766257	1966
211	UPFE	466209	ARMN	766209	1966	259	UPFE	466258	ARMN	766258	1966
212	UPFE	466210	ARMN	766210	1966	260	UPFE	466259	ARMN	766259	1966
213	UPFE	466211	ARMN	766211	1966	261	UPFE	466260	ARMN	766260	1966
214	UPFE	466212	ARMN	766212	1966	262	UPFE	466262	ARMN	766262	1966
215	UPFE	466213	ARMN	766213	1966	263	UPFE	466263	ARMN	766263	1966
216	UPFE	466214	ARMN	766214	1966	264	UPFE	466264	ARMN	766264	1966
217	UPFE	466215	ARMN	766215	1966	265	UPFE	466265	ARMN	766265	1966
218	UPFE	466216	ARMN	766216	1966	266	UPFE	466266	ARMN	766266	1966
219	UPFE	466217	ARMN	766217	1966	267	UPFE	466267	ARMN	766267	1966
220	UPFE	466218	ARMN	766218	1966	268	UPFE	466268	ARMN	766268	1966
221	UPFE	466219	ARMN	766219	1966	269	UPFE	466269	ARMN	766269	1966
222	UPFE	466220	ARMN	766220	1966	270	UPFE	466270	ARMN	766270	1966
223	UPFE	466221	ARMN	766221	1966	271	UPFE	466271	ARMN	766271	1966
224	UPFE	466222	ARMN	766222	1966	272	UPFE	466273	ARMN	766273	1966
225	UPFE	466223	ARMN	766223	1966	273	UPFE	466274	ARMN	766274	1966
226	UPFE	466224	ARMN	766224	1966	274	UPFE	466275	ARMN	766275	1966
227	UPFE	466225	ARMN	766225	1966	275	UPFE	466276	ARMN	766276	1966
228	UPFE	466226	ARMN	766226	1966	276	UPFE	466277	ARMN	766277	1966
229	UPFE	466227	ARMN	766227	1966	277	UPFE	466278	ARMN	766278	1966
230	UPFE	466228	ARMN	766228	1966	278	UPFE	466279	ARMN	766279	1966
231	UPFE	466229	ARMN	766229	1966	279	UPFE	466280	ARMN	766280	1966
232	UPFE	466230	ARMN	766230	1966	280	UPFE	466281	ARMN	766281	1966

Unit #	Old Initial	Old Number	New Initial	New Number	Year Built	Unit #	Old Initial	Old Number	New Initial	New Number	Year Built
281	UPFE	466282	ARMN	766282	1966	N/A	N/A	N/A	N/A	N/A	N/A
282	UPFE	466283	ARMN	766283	1966	330	UPFE	467003	ARMN	767003	1967
283	UPFE	466284	ARMN	766284	1966	N/A	N/A	N/A	N/A	N/A	N/A
284	UPFE	466285	ARMN	766285	1966	332	UPFE	467062	ARMN	767062	1967
285	UPFE	466286	ARMN	766286	1966	333	UPFE	467064	ARMN	767064	1967
286	UPFE	466287	ARMN	766287	1966	334	UPFE	467070	ARMN	767070	1967
287	UPFE	466288	ARMN	766288	1966	335	UPFE	467122	ARMN	767122	1967
288	UPFE	466289	ARMN	766289	1966	336	UPFE	467124	ARMN	767124	1967
289	UPFE	466290	ARMN	766290	1966	337	UPFE	467134	ARMN	767134	1967
290	UPFE	466291	ARMN	766291	1966	338	UPFE	467170	ARMN	767170	1967
291	UPFE	466292	ARMN	766292	1966	339	UPFE	467171	ARMN	767171	1967
292	UPFE	466293	ARMN	766293	1966	340	UPFE	467173	ARMN	767173	1967
293	UPFE	466295	ARMN	766295	1966	341	UPFE	467174	ARMN	767174	1967
294	UPFE	466296	ARMN	766296	1966	342	UPFE	467175	ARMN	767175	1967
295	UPFE	466297	ARMN	766297	1966	343	UPFE	467176	ARMN	767176	1967
296	UPFE	466298	ARMN	766298	1966	344	UPFE	467177	ARMN	767177	1967
297	UPFE	466300	ARMN	766300	1966	345	UPFE	467178	ARMN	767178	1967
298	UPFE	466301	ARMN	766301	1966	346	UPFE	467179	ARMN	767179	1967
299	UPFE	466302	ARMN	766302	1966	347	UPFE	467180	ARMN	767180	1967
300	UPFE	466303	ARMN	766303	1966	348	UPFE	467181	ARMN	767181	1967
301	UPFE	466304	ARMN	766304	1966	349	UPFE	467182	ARMN	767182	1967
302	UPFE	466305	ARMN	766305	1966	350	UPFE	467183	ARMN	767183	1967
303	UPFE	466306	ARMN	766306	1966	351	UPFE	467184	ARMN	767184	1967
304	UPFE	466307	ARMN	766307	1966	352	UPFE	467185	ARMN	767185	1967
305	UPFE	466308	ARMN	766308	1966	353	UPFE	467186	ARMN	767186	1967
306	UPFE	466309	ARMN	766309	1966	354	UPFE	467187	ARMN	767187	1967
307	UPFE	466310	ARMN	766310	1966	355	UPFE	467188	ARMN	767188	1967
308	UPFE	466311	ARMN	766311	1966	356	UPFE	467189	ARMN	767189	1967
309	UPFE	466312	ARMN	766312	1966	357	UPFE	467190	ARMN	767190	1967
310	UPFE	466313	ARMN	766313	1966	358	UPFE	467191	ARMN	767191	1967
311	UPFE	466314	ARMN	766314	1966	359	UPFE	467192	ARMN	767192	1967
312	UPFE	466316	ARMN	766316	1966	360	UPFE	467193	ARMN	767193	1967
313	UPFE	466317	ARMN	766317	1966	361	UPFE	467194	ARMN	767194	1967
314	UPFE	466318	ARMN	766318	1966	362	UPFE	467195	ARMN	767195	1967
315	UPFE	466319	ARMN	766319	1966	363	UPFE	467196	ARMN	767196	1967
316	UPFE	466320	ARMN	766320	1966	364	UPFE	467197	ARMN	767197	1967
317	UPFE	466321	ARMN	766321	1966	365	UPFE	467198	ARMN	767198	1967
318	UPFE	466322	ARMN	766322	1966	366	UPFE	467199	ARMN	767199	1967
319	UPFE	466323	ARMN	766323	1966	367	UPFE	467200	ARMN	767200	1967
320	UPFE	466324	ARMN	766324	1966	368	UPFE	467201	ARMN	767201	1967
321	UPFE	466325	ARMN	766325	1966	369	UPFE	467202	ARMN	767202	1967
322	UPFE	466326	ARMN	766326	1966	370	UPFE	467203	ARMN	767203	1967
323	UPFE	466327	ARMN	766327	1966	371	UPFE	467204	ARMN	767204	1967
324	UPFE	466328	ARMN	766328	1966	372	UPFE	467205	ARMN	767205	1967
325	UPFE	466329	ARMN	766329	1966	373	UPFE	467206	ARMN	767206	1967
326	UPFE	466330	ARMN	766330	1966	374	UPFE	467207	ARMN	767207	1967
327	UPFE	466331	ARMN	766331	1966	375	UPFE	467208	ARMN	767208	1967
328	UPFE	466332	ARMN	766332	1966	376	UPFE	467209	ARMN	767209	1967

Unit #	Old Initial	Old Number	New Initial	New Number	Year Built	Unit #	Old Initial	Old Number	New Initial	New Number	Year Built
377	UPFE	467210	ARMN	767210	1967	425	UPFE	467261	ARMN	767261	1967
378	UPFE	467211	ARMN	767211	1967	426	UPFE	467262	ARMN	767262	1967
379	UPFE	467212	ARMN	767212	1967	427	UPFE	467263	ARMN	767263	1967
380	UPFE	467213	ARMN	767213	1967	428	UPFE	467264	ARMN	767264	1967
381	UPFE	467214	ARMN	767214	1967	429	UPFE	467265	ARMN	767265	1967
382	UPFE	467215	ARMN	767215	1967	430	UPFE	467266	ARMN	767266	1967
383	UPFE	467216	ARMN	767216	1967	431	UPFE	467267	ARMN	767267	1967
384	UPFE	467217	ARMN	767217	1967	432	UPFE	467268	ARMN	767268	1967
385	UPFE	467218	ARMN	767218	1967	433	UPFE	467269	ARMN	767269	1967
386	UPFE	467219	ARMN	767219	1967	434	UPFE	467270	ARMN	767270	1967
387	UPFE	467220	ARMN	767220	1967	435	UPFE	467271	ARMN	767271	1967
388	UPFE	467221	ARMN	767221	1967	436	UPFE	467272	ARMN	767272	1967
389	UPFE	467222	ARMN	767222	1967	437	UPFE	467273	ARMN	767273	1967
390	UPFE	467223	ARMN	767223	1967	438	UPFE	467274	ARMN	767274	1967
391	UPFE	467224	ARMN	767224	1967	439	UPFE	467275	ARMN	767275	1968
392	UPFE	467225	ARMN	767225	1967	440	UPFE	467276	ARMN	767276	1968
393	UPFE	467226	ARMN	767226	1967	441	UPFE	467277	ARMN	767277	1968
394	UPFE	467228	ARMN	767228	1967	442	UPFE	467278	ARMN	767278	1968
395	UPFE	467229	ARMN	767229	1967	443	UPFE	467279	ARMN	767279	1968
396	UPFE	467230	ARMN	767230	1967	444	UPFE	467280	ARMN	767280	1968
397	UPFE	467232	ARMN	767232	1967	445	UPFE	467281	ARMN	767281	1968
398	UPFE	467233	ARMN	767233	1967	446	UPFE	467282	ARMN	767282	1968
399	UPFE	467234	ARMN	767234	1967	447	UPFE	467283	ARMN	767283	1967
400	UPFE	467235	ARMN	767235	1967	448	UPFE	467284	ARMN	767284	1968
401	UPFE	467236	ARMN	767236	1967	449	UPFE	467285	ARMN	767285	1968
402	UPFE	467237	ARMN	767237	1967	450	UPFE	467286	ARMN	767286	1968
403	UPFE	467238	ARMN	767238	1967	451	UPFE	467287	ARMN	767287	1968
404	UPFE	467239	ARMN	767239	1967	452	UPFE	467288	ARMN	767288	1968
405	UPFE	467240	ARMN	767240	1967	453	UPFE	467289	ARMN	767289	1968
406	UPFE	467241	ARMN	767241	1967	454	UPFE	467290	ARMN	767290	1968
407	UPFE	467242	ARMN	767242	1967	455	UPFE	467291	ARMN	767291	1968
408	UPFE	467243	ARMN	767243	1967	456	UPFE	467292	ARMN	767292	1968
409	UPFE	467244	ARMN	767244	1967	457	UPFE	467293	ARMN	767293	1968
410	UPFE	467245	ARMN	767245	1967	458	UPFE	467294	ARMN	767294	1968
411	UPFE	467246	ARMN	767246	1967	459	UPFE	467295	ARMN	767295	1968
412	UPFE	467248	ARMN	767248	1967	460	UPFE	467296	ARMN	767296	1967
413	UPFE	467249	ARMN	767249	1967	461	UPFE	467297	ARMN	767297	1968
414	UPFE	467250	ARMN	767250	1967	462	UPFE	467298	ARMN	767298	1968
415	UPFE	467251	ARMN	767251	1967	463	UPFE	467299	ARMN	767299	1968
416	UPFE	467252	ARMN	767252	1967	464	UPFE	467300	ARMN	767300	1968
417	UPFE	467253	ARMN	767253	1967	465	UPFE	467301	ARMN	767301	1968
418	UPFE	467254	ARMN	767254	1967	466	UPFE	467302	ARMN	767302	1968
419	UPFE	467255	ARMN	767255	1967	467	UPFE	467303	ARMN	767303	1968
420	UPFE	467256	ARMN	767256	1967	468	UPFE	467304	ARMN	767304	1968
421	UPFE	467257	ARMN	767257	1967	469	UPFE	467305	ARMN	767305	1968
422	UPFE	467258	ARMN	767258	1967	470	UPFE	467306	ARMN	767306	1968
423	UPFE	467259	ARMN	767259	1967	471	UPFE	467307	ARMN	767307	1968
424	UPFE	467260	ARMN	767260	1967	472	UPFE	467308	ARMN	767308	1968

Unit #	Old Initial	Old Number	New Initial	New Number	Year Built	Unit #	Old Initial	Old Number	New Initial	New Number	Year Built
473	UPFE	467309	ARMN	767309	1968	521	UPFE	468333	ARMN	768333	1970
474	UPFE	467310	ARMN	767310	1968	522	UPFE	468334	ARMN	768334	1970
475	UPFE	467311	ARMN	767311	1968	523	UPFE	468335	ARMN	768335	1970
476	UPFE	467312	ARMN	767312	1968	524	UPFE	468337	ARMN	768337	1969
477	UPFE	467313	ARMN	767313	1968	525	UPFE	468339	ARMN	768339	1969
478	UPFE	467314	ARMN	767314	1968	526	UPFE	468340	ARMN	768340	1969
479	UPFE	468002	ARMN	768002	1968	527	UPFE	468342	ARMN	768342	1969
N/A	N/A	N/A	N/A	N/A		528	UPFE	468343	ARMN	768343	1969
481	UPFE	468011	ARMN	768011	1968	529	UPFE	468344	ARMN	768344	1970
482	UPFE	468021	ARMN	768021	1967	530	UPFE	468345	ARMN	768345	1969
483	UPFE	468087	ARMN	768087	1968	531	UPFE	468346	ARMN	768346	1969
484	UPFE	468133	ARMN	768133	1971	532	UPFE	468401	ARMN	768401	1970
485	UPFE	468168	ARMN	768168	1967	533	UPFE	468402	ARMN	768402	1968
486	UPFE	468175	ARMN	768175	1967	534	UPFE	468403	ARMN	768403	1968
487	UPFE	468193	ARMN	768193	1967	535	UPFE	468404	ARMN	768404	1968
488	UPFE	468202	ARMN	768202	1967	536	UPFE	468405	ARMN	768405	1968
N/A	N/A	N/A	N/A	N/A		537	UPFE	468406	ARMN	768406	1968
490	UPFE	468300	ARMN	768300	1969	538	UPFE	468407	ARMN	768407	1967
491	UPFE	468301	ARMN	768301	1969	539	UPFE	468408	ARMN	768408	1968
492	UPFE	468302	ARMN	768302	1969	540	UPFE	468409	ARMN	768409	1967
493	UPFE	468303	ARMN	768303	1969	541	UPFE	468410	ARMN	768410	1967
494	UPFE	468304	ARMN	768304	1969	542	UPFE	468411	ARMN	768411	1967
495	UPFE	468305	ARMN	768305	1969	543	UPFE	468412	ARMN	768412	1967
496	UPFE	468306	ARMN	768306	1969						
497	UPFE	468307	ARMN	768307	1969						
498	UPFE	468308	ARMN	768308	1969						
499	UPFE	468309	ARMN	768309	1969						
500	UPFE	468310	ARMN	768310	1969						
501	UPFE	468312	ARMN	768312	1969						
502	UPFE	468313	ARMN	768313	1969						
503	UPFE	468314	ARMN	768314	1969						
504	UPFE	468315	ARMN	768315	1969						
505	UPFE	468316	ARMN	768316	1969						
506	UPFE	468317	ARMN	768317	1969						
507	UPFE	468318	ARMN	768318	1969						
508	UPFE	468319	ARMN	768319	1969						
509	UPFE	468321	ARMN	768321	1969						
510	UPFE	468322	ARMN	768322	1969						
511	UPFE	468323	ARMN	768323	1969						
512	UPFE	468324	ARMN	768324	1969						
513	UPFE	468325	ARMN	768325	1970						
514	UPFE	468326	ARMN	768326	1970						
515	UPFE	468327	ARMN	768327	1970						
516	UPFE	468328	ARMN	768328	1970						
517	UPFE	468329	ARMN	768329	1969						
518	UPFE	468330	ARMN	768330	1970						
519	UPFE	468331	ARMN	768331	1970						
520	UPFE	468332	ARMN	768332	1970						

Union Pacific Company

ATEL Leasing Corporation, as Trustee